

**DECLARATION OF
THOMAS BLOOM**

**IN THE UNITED STATES DISTRICT COURT FOR
OKLAHOMA-WESTERN DISTRICT**

**Commodity Futures Trading
Commission,**

Plaintiff,

vs.

Mark S. Trimble, and

Phidippides Capital Management LLC,

Defendants, and

Phidippides Capital LP,

Relief Defendant.

Civil Action No: 09 CV

00154-D

Judge Timothy D. DeGiusti

DECLARATION OF THOMAS BLOOM

PURSUANT TO 28 U.S.C. § 1746

My name is Thomas J. Bloom and I am over 18 years of age. I have personal knowledge of the facts and circumstances described below. If called upon to testify under oath I would state as follows:

1. I am the Branch Chief with the Division of Clearing and Intermediary Oversight and the Regional Administrator for the CFTC's Southwestern Region. I am a Certified Public Accountant, licensed to practice in the State of Missouri. In December 1980, I received a Bachelor of Science degree in accounting from Northwest Missouri State University. I have worked for the CFTC since August 1984. Since December 2003, I have

been the Supervisory Auditor (Branch Chief) for the Division of Clearing and Intermediary Oversight at the CFTC's Southwestern Regional Office. From August 2002 to December 2003, I was a Supervisor Auditor at the CFTC and, prior to August 2002, I was a staff auditor. Since February 2004, I have also served as the Regional Administrator (previously titled Regional Coordinator until January 2008) for the CFTC's Southwestern Regional Office. My responsibilities at the CFTC include the investigation of registered and unregistered commodity firms and individuals located throughout the United States to ensure compliance with and enforcement of the Commodity Exchange Act, and the rules and regulations promulgated thereunder.

2. From 1982 to 1984, I worked at the Kansas City Board of Trade as an auditor and then as Compliance Supervisory for the Department of Audits & Investigations. During that time, I planned, scheduled, conducted, and supervised audits of futures commission merchants to determine their compliance with Kansas City Board of Trade rules and with the provisions of the Commodity Exchange Act, 7 U.S.C. § 1 *et seq.*, and the rules and regulations promulgated thereunder.

3. On January 26, 2009, I went to Oklahoma City with two other auditors from the Commission's Kansas City office for the purpose of auditing Phidippides Capital Management LLC ("PCM") and Phidippides Capital LP. We had received information that indicated that Mark Trimble, the managing member of PCM, had given the FBI a falsified copy of the PCM account statement from MF Global, a futures commission merchant registered with the Commission.
4. Our audit disclosed that Mr. Trimble began accepting customer funds by at least December 2004. At that time, he was depositing the customer funds into his personal account at Tinker Federal Credit Union.
5. In October 2005, Mr. Trimble began accepting customer funds in the name of PCM, even though the PCM trading account at MF Global was not opened until October 2007.
6. Commission Regulation 4.20 requires that commodity pools be operated as entities separate from the pool operator and that pool funds be kept separate from the funds of any other person.
7. During the course of the audit, Mr. Trimble told me that he was originally keeping the pool records on his own computer using an internal bookkeeping system. However, in the fall of 2007, his system crashed. At

that time he engaged Archway Technologies to prepare and generate statements for the pool participants.

8. Mr. Trimble provided Archway with copies of the pool trading account statements that Archway would use to compute the Net Asset Value of the Pool participant accounts.
9. Trimble admitted that every MF Global statement he gave Archway for the PCM account was false. He gave us copies of the false statements that he gave to Archway beginning with the November 2007 statement. We compared the values reported by MF Global with the values reported on the altered MF Global statements that he gave to Archway. The discrepancies between the actual trading results and the results on the altered statements are set out on Exhibit 2 attached.
10. In summary, the spreadsheet shows that the discrepancy between the altered November 2007 MF Global statements and the actual MF Global statements was \$549,276 which increased to more than \$13.5 million by December 2008. Trimble gave Archway accurate statements for the PC LP account at MF Global, which was opened in August 2008.

I declare under penalty of perjury that the foregoing is true and correct.

Thomas J. Bloom

I certify that I have the signed original of this document, which is available for inspection at any time by the Court or a party to this action.

s/Rosemary Hollinger